

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

Related Docket Nos. 69 & 783

**SECOND SUPPLEMENTAL DECLARATION OF
JANE VANLARE IN SUPPORT OF APPLICATIONS
FOR ENTRY OF ORDERS AUTHORIZING EMPLOYMENT AND
RETENTION OF CLEARY GOTTlieb STEEN & HAMILTON LLP
AS COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION**

I, Jane VanLare, do hereby declare as follows:

1. I am a member of the firm of Cleary Gottlieb Steen & Hamilton LLP (“Cleary Gottlieb” or the “Firm”),² which maintains an office for the practice of law at, among other places, One Liberty Plaza, New York, New York 10006.

2. I am an attorney at law admitted to practice before the courts of the State of New York and the United States District Courts for the Southern and Eastern Districts of New York.

3. I submit this declaration (the “Second Supplemental Declaration”) in connection with (i) the *Debtors’ Application for an Order Authorizing Employment and Retention of Cleary Gottlieb Steen & Hamilton LLP as Counsel for the Debtors and Debtors-in-*

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (or equivalent identifier), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

² Capitalized terms not defined herein shall have the meaning ascribed to the them in the Initial Debtors’ Application.

Possession Nunc Pro Tunc to the Petition Date (the “Debtors’ Application”) (ECF No. 69) and (ii) the *Declaration of Sean A. O’Neal in Support of the Debtors’ Application for an Order Authorizing Employment and Retention of Cleary Gottlieb Steen & Hamilton LLP as Counsel for the Debtors and Debtors-in-Possession Nunc Pro Tunc to the Petition Date* attached as Exhibit A to the Debtors’ Application (the “Initial Declaration”).³ This Court approved the Debtors’ Application on February 24, 2023. ECF No. 103. Unless otherwise stated in this Supplemental Declaration, I have personal knowledge of the facts set forth herein.

4. In the Initial Declaration, Cleary Gottlieb represented that it would file supplemental disclosures with this Court as it became aware of any new material relationship with any potential parties-in-interest. Initial Declaration ¶ 3. Through the course of the Chapter 11 Cases, Cleary Gottlieb has identified certain potential parties-in-interest not previously reflected in Exhibit 1 to the Initial Declaration (collectively, the “Additional Parties”). A further list of Additional Parties is attached hereto as Exhibit A (the “Additional Parties List”).⁴

5. The Additional Parties List includes (i) certain former officers or employees of the Debtors that each were served a notice of deposition and/or a subpoena by the Foreign Representatives of Three Arrows Capital, Ltd. (each, a “3AC Subpoena” and collectively, the “3AC Subpoenas”) in connection with the Chapter 11 Cases (each, a “Witness”

³ On October 6, 2023, Cleary Gottlieb filed the *Supplemental Declaration of Jane VanLare in Support of Applications for Entry of Orders Authorizing Employment and Retention of Cleary Gottlieb Steen & Hamilton LLP as Counsel for the Debtors and Debtors-in-Possession* (the “First Supplemental Declaration”) (ECF No. 783). This Second Supplemental Declaration is submitted in connection with the Debtors’ Application and the Initial Declaration and further supplements the information disclosed in the First Supplemental Declaration.

⁴ Pursuant to the *Order Granting the Debtors’ and the Official Committee of Unsecured Creditors’ Motions for Entry of an Order Requiring the Redaction of Certain Personally Identifiable Information* (the “Sealing Order”) (ECF No. 694), Cleary Gottlieb has redacted Exhibit A from the public version of the Second Supplemental Declaration and will provide unredacted copies pursuant to paragraph 5 of the Sealing Order.

and collectively, the “Witnesses”) and (ii) a former employee of the Debtors who was previously listed as a claimant in the First Supplemental Declaration (the “Claimant”).

6. Cleary Gottlieb executed an engagement letter with each of the Witnesses, pursuant to which the Witnesses represented that there was no conflict of interest between each of them and the Debtors, and the parties agreed that Cleary Gottlieb would jointly represent both the Debtors and the Witness with respect to the 3AC Subpoena but that, in the event of any conflict of interest between the Debtors and the respective Witness, Cleary Gottlieb would withdraw from its representation of such Witness and continue to solely represent the Debtors.

7. Further, Cleary Gottlieb is choosing to disclose, out of an abundance of caution, that the Claimant is the second-cousin of an associate of Cleary Gottlieb. For the avoidance of doubt, no employee or partner of Cleary Gottlieb has or will in the future discuss or otherwise share any privileged or confidential information with the Claimant regarding the Debtors or the Chapter 11 Cases.

* * *

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on November 6, 2023
New York, New York

/s/ Jane VanLare
Jane VanLare

Exhibit A¹

Additional Parties

¹ Certain names listed in this Exhibit A are redacted pursuant to the Court's *Order Granting the Debtors' and the Official Committee of Unsecured Creditors' Motions for Entry of an Order Requiring the Redaction of Certain Personally Identifiable Information*, ECF No. 694.

Additional Parties in Interest

Claimant

[ON FILE]

Witnesses

Ravi Doshi

Jake Kaufman

Adim Offurum

Greg Guttas

[ON FILE]